

# THE TORONTO STOCK EXCHANGE

FILING STATEMENT NO. 1568.  
FILED, AUGUST 3rd. 1967.

## GOLDRAY MINES LIMITED

Full corporate name of Company

Incorporated in 1934 by Letters Patent under Part IX of The Companies Eagle Mines Limited, Supplementary Letters Patent issued November 3, 1958 to increase capital. Supplementary Letters Patent issued October 19, 1959 to reorganize capital and change name

Particulars of incorporation (e.g., Incorporated under Part IV of the Corporations Act, 1953 (Ontario) by Letters Patent dated May 1st, 1957).

## FILING STATEMENT

Reference is made to previous Filing Statement No. 1158.

(To be filed with respect to any material change in a company's affairs, including among other things, an underwriting and option agreement, an issue of shares for property and a proposed re-organization.)

1. Brief statement of the material change in the affairs of the company in respect of which this statement is filed.	Sale of treasury shares. (See items 6 and 7).
2. Head office address and any other office address.	Suite 202, 220 Bay Street, Toronto, Ontario.
3. Names, addresses and chief occupations for the past five years of present or proposed officers and directors.	President and Director - MURRAY AXMITH, 4 Alderton Court, Toronto 18, Ontario, Executive. Vice-President and Director - KENNETH B. ANDRAS, 214 Russell Hill Road, Toronto, Ontario, Stockbroker Secretary-Treasurer and Director - WALTER R. PACKMAN, 1416 Larchview Trail, Port Credit, Ontario, Company Executive. Director - BERTRAM E. WILLOUGHBY, 105 Glen Road, Toronto 5, Ontario, Realtor. Director - E. BRUCE McCONKEY, 51 Burnview Crescent, Scarborough, Ontario, Company Executive. P.A. Dymont of Toronto has resigned as a director on July 26, 1967, and has been replaced on the Board by E. Bruce McConkey.
4. Share capitalization showing authorized and issued and outstanding capital.	Authorized - \$5,000,000 made up of 5,000,000 shares with a par value of \$1 each. Issued - 2,528,931 all as fully paid.
5. Particulars in respect of any bonds, debentures, notes, mortgages, charges, liens or hypothecations outstanding.	None
6. Details of any treasury shares or other securities now the subject of any underwriting, sale or option agreement or of any proposed underwriting, sale or option agreement.	Under an agreement dated July 25, 1967, Denison Mines Limited ("Denison"), 4 King Street West, Toronto, Ontario, has agreed to purchase forthwith for investment and not with a view to re-sale or distribution, 300,000 presently unissued treasury shares in the capital of the Company at a purchase price of 65¢ per share net to the treasury, payable before the expiry of 3 business days after the date of acceptance for filing by the Toronto Stock Exchange of notice of such transaction. Denison has agreed that no sale of any of the said shares will be made by it within a period of 6 months from July 25, 1967. Thereafter, if it is decided to sell all or any of such shares in Ontario they will be sold only in compliance with the provisions of The Securities Act, 1966 (Ontario). The Company has been advised by counsel that on the basis of the said facts and undertakings, the transaction falls within Section 19(3) of The Securities Act, 1966 (Ontario).
7. Names and addresses of persons having any interest, direct or indirect in underwritten or optioned shares or other securities or assignments, present or proposed, and, if any assignment is contemplated, particulars thereof.	Denison Mines Limited, 20th Floor - 4 King Street West, Toronto, Ontario.
8. Any payments in cash or securities of the company made or to be made to a promoter or finder in connection with a proposed underwriting or property acquisition.	None



9. Brief statement of company's future development plans, including proposed expenditure of proceeds of sale of treasury shares, if any.	<p>The Company will continue to bear its 8% share of exploration and development of the columbium deposit in the James Bay area of Ontario, in which deposit the Company holds a 7½% net interest. The current budget requires approximately \$45,000 by way of contribution by the Company to October, 1967. Thereafter and subject to a feasibility report and a decision by the participants, the Company must expect to be called upon to advance further substantial sums as its share of the cost of bringing the project into production. As of October 31, 1967, it is estimated that \$1,530,000 will have been spent on this project.</p> <p>In conjunction with Consolidated Morrison Explorations Limited the Company is undertaking airborne exploration of 124 claims in Township 163, Sault Ste. Marie Mining Division, Ontario. The Company holds a 45% net interest. The cost to the Company of the first phase will be approximately \$6,000. It is not now possible to estimate subsequent cash requirements of the Company for this property.</p>
10. Brief statement of company's chief development work during past year.	<p>The Company has continued its participation in the exploration and development of a columbium deposit in the James Bay lowlands area of Ontario. Exploration diamond drilling along with ground and airborne geophysics have outlined a large deposit of columbium. The Company participates as to a 7½% net interest in the project along with Imperial Enterprises Limited (a wholly owned subsidiary of Imperial Oil Limited), Consolidated Morrison Explorations Limited and Argor Explorations Limited. An expenditure of \$1,000,000 has been made by Imperial pursuant to an agreement made in March, 1965 and it has earned a 60% interest in the property. Expenditures subsequent to such sum are being borne by the partners pro rata to their percentage interests and the Company has incurred an expense of \$14,413 to date in this regard. A market study has been completed for the group and a feasibility and engineering study is now in progress.</p> <p>The Company spent approximately \$6,000 in preliminary examination of a lead-silver prospect in the Yukon Territory available to the Company by way of option. Results indicate that unless the basis of the proposed option agreement can be substantially reduced, the Company will not continue any interest in the property.</p>
11. Names and addresses of vendors of any property or other assets intended to be purchased by the company showing the consideration to be paid.	Not applicable
12. Names and addresses of persons who have received or will receive a greater than 5% interest in the shares or other consideration to be received by the vendor. If the vendor is a limited company, the names and addresses of persons having a greater than 5% interest in the vendor company.	Not applicable
13. Number of shares held in escrow or in pool and a brief statement of the terms of escrow or the pooling agreement.	None
14. Names and addresses of owners of more than a 5% interest in escrowed shares and their shareholdings (If shares are registered in the names of nominees or in street names, give names of beneficial owners, if possible.)	Not applicable



## FINANCIAL STATEMENTS

**GOLDRAY MINES LIMITED**

(Incorporated Under the Laws of the Province of Ontario)

AS AT APRIL 30, 1967

(With comparative figures as at April 30, 1966)

## BALANCE SHEET

## ASSETS

	1967	1966
<b>Current Assets</b>		
Cash	\$ 22,237.69	\$ 5,369.62
Deposit receipts	25,000.00	50,000.00
Due from brokers	498.00	1,043.39
Sundry receivables	652.00	770.00
Performance bond (Government of Canada)		
re lodged with Department of Mines, Ontario		
re exploratory license - James Bay		
Lowlands		
	\$ 25,000.00	\$ 25,000.00
	\$ 73,587.69	\$ 82,183.01
<b>Investment in Other Companies</b>		
Listed shares - at cost (market value)		
1967 - \$116,062.50;		
1966 - \$132,750.00;		
Unlisted shares - nominal value	\$ 107,896.11	\$ 108,001.11
Investment in shares of Midway Minerals	1.00	1.00
Limited - at cost (no quoted market value)		
Investment in shares of other mining companies - at cost (no quoted market value)	27,158.31	27,158.31
	\$ 4,995.00	\$ 4,995.00
	\$ 140,050.42	\$ 140,155.42
<b>Interest in Prospecting Syndicates</b>		
Head Office Furniture and Fixtures		
Mining Properties		
Acquired for \$14,309.00 cash (1966 - \$11,790.00 cash) and 626,623 shares of capital stock	\$ 8,293.81	\$ 8,293.81
	1,242.50	1,242.50
	\$ 472,832.80	\$ 470,313.80
<b>Exploration and Development, including Head Office and Administrative Expenses</b>		
Balance, May 1	629,620.51	624,138.05
Add: Expenditures for year ended April 30	10,039.66	5,482.46
	\$ 639,660.17	\$ 629,620.51
Balance, April 30	\$ 3,784.88	\$ 3,784.88
<b>Incorporation and Organization</b>		
	\$ 1,339,452.27	\$ 1,335,593.93

APPROVED ON BEHALF OF THE BOARD OF DIRECTORS:

To be read in conjunction with the Auditors' Report to the Shareholders attached hereto dated July 24, 1967.

Director

BOURCOFF, STARKMAN, KRAFT & CO. CHARTERED ACCOUNTANTS - TORONTO, ONTARIO



GOLDRAY MINES LIMITED

STATEMENT OF DEFICIT ACCOUNT

FOR THE YEAR ENDED APRIL 30, 1967

(With comparative figures for the year ended April 30, 1966)

	<u>1967</u>	<u>1966</u>
<u>Balance at Debit - May 1</u>	\$ 99,420.28	\$ 99,913.28
<u>Add: Interest in Prospecting Syndicate written-off</u>	-	300.00
	\$ 99,420.28	\$ 100,213.28
<u>Less: Profit on sale of investments</u>	25.00	793.00
<u>Balance at Debit - April 30</u>	\$ 99,395.28	\$ 99,420.28

GOLDRAY MINES LIMITED

STATEMENT OF EXPLORATION AND DEVELOPMENT

INCLUDING HEAD OFFICE AND ADMINISTRATIVE EXPENSES

FOR THE YEAR ENDED APRIL 30, 1967

(With comparative figures for the year ended April 30, 1966)

	<u>1967</u>	<u>1966</u>
<u>Exploration and Development</u>		
Province of Ontario		
Taxes and licenses	\$ 1,010.10	\$ 805.81
Wages	300.00	300.00
Insurance	200.00	200.00
Field expenses	-	70.56
James Bay Lowlands Project expenditures	4,099.89	-
	\$ 5,609.99	\$ 1,376.37
<u>Less: Rentals received</u>	547.40	647.00
	\$ 5,062.59	\$ 729.37
<u>Head Office and Administration</u>		
Office salaries	\$ 2,426.68	\$ 2,400.00
Office rent	2,100.00	1,825.00
Legal and audit	1,030.00	1,681.85
Directors' fees	1,400.00	1,450.00
Administrative salary	1,200.00	1,200.00
Telephone	910.24	848.48
Office supplies and expenses	781.58	787.22
Transfer agents' fees and expenses	999.13	737.72
Travelling expense	705.00	683.00
Printing and shareholders' information	661.03	639.86
Taxes and filing fees	532.66	506.11
	\$ 12,746.32	\$ 12,759.24
<u>Less: Interest income</u>	\$ 3,473.25	\$ 4,184.15
Dividend income	4,296.00	3,822.00
	\$ 7,769.25	\$ 8,006.15
	\$ 4,977.07	\$ 4,753.09
<u>TOTAL EXPLORATION DEVELOPMENT AND ADMINISTRATIVE EXPENSES</u>	\$ 10,039.66	\$ 5,482.46



GOLDRAY MINES LIMITED

STATEMENT OF SOURCE AND APPLICATION OF FUNDS

FOR THE YEAR ENDED APRIL 30, 1967

(With comparative figures for the year ended April 30, 1966)

	<u>1967</u>	<u>1966</u>
<u>SOURCE OF FUNDS:</u>		
Sale of listed shares	\$ 4,865.00	\$ 794.00
	<u>\$ 4,865.00</u>	<u>\$ 794.00</u>
<u>APPLICATION OF FUNDS:</u>		
Acquisition of mining claims	\$ 2,519.00	\$ 4,290.00
Purchase of listed shares	4,735.00	3,847.50
Purchase of shares of other mining company	-	3,570.00
Exploration and development, including head office and administrative expenses	10,039.66	5,482.46
	<u>\$ 17,293.66</u>	<u>\$ 17,189.96</u>
Decrease in working capital	\$(12,428.66)	\$(16,395.96)
Working capital - beginning of year	<u>59,526.22</u>	<u>75,922.18</u>
<u>Working capital - end of year</u>	<u>\$ 47,097.56</u>	<u>\$ 59,526.22</u>

**GOLDRAY MINES LIMITED**

SUITE 202-220 BAY STREET  
TORONTO 1, ONTARIO

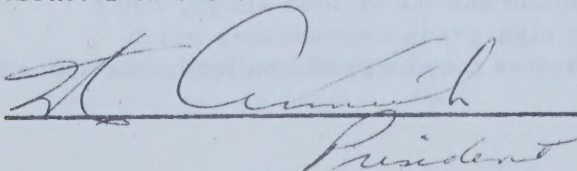
TEL. 363-7481

STATEMENT OF SOURCE AND APPLICATION OF FUNDS

FOR THE PERIOD FROM MAY 1, 1967 TO JUNE 30, 1967

<u>Source of Funds</u>	<u>NIL</u>
<u>Application of Funds</u>	
Exploration and Development, including Head Office and Administrative Expense	\$10,022.64
	<u>                    </u>
Decrease in Working Capital	(\$10,022.64)
Working Capital - beginning of period	<u>47,097.56</u>
<u>Working Capital - End of Period</u>	<u>\$37,074.92</u>

APPROVED ON BEHALF OF THE BOARD OF DIRECTORS

  
President

Director



# ENGINEER'S REPORT

ARGOR EXPLORATIONS LIMITED

SUITE 1700

11 KING STREET WEST

TORONTO 1, ONTARIO

July 25, 1967

Goldray Mines Limited  
202-220 Bay Street  
TORONTO 1, Ontario

Attention: Mr. M. Axmith,  
President.

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Dear Sir:

Re: Current Status - James Bay Columbium  
Project

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In connection with your recent request concerning the current status of development of the James Bay Columbium Project the following information is provided:

A large columbium deposit has been indicated by diamond drilling located on a concession granted by the Ontario Department of Mines in the James Bay area of Northern Ontario, in which Goldray Mines Limited holds a 7.5% interest. This deposit has been drilled off over a strike length of some 2400 feet--the drilling being carried out on sections at 200-foot intervals. A total of some 44,000 feet of diamond drilling has been completed on the deposit, which indicated a tonnage potential of some 80,000 tons per vertical foot grading approximately .52%  $\text{Cb}_2\text{O}_5$ .

The deposit is covered by approximately 90 feet of overburden, and test holes to establish the characteristics of this overburden have been completed under the supervision of soils mechanics engineers.

Metallurgical testing of diamond drill core samples is now in progress, and this metallurgical testwork will include small pilot plant runs to establish a flow sheet for treatment of the material.

The results of this metallurgical study will be utilized, along with information on the overburden characteristics, to determine the best method of mining the deposit and will form an integral part of a preliminary feasibility study on the project, currently being carried out by Canadian Bechtel Limited. This study will provide a preliminary capital cost estimate to bring the deposit into production, and operating cost estimates for mining and concentrating.

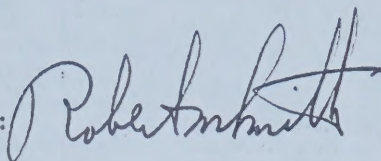
A detailed market study has been carried out by Battelle Memorial Institute of Columbus, Ohio, on both the present and future market outlook for columbium concentrates. This study indicated an expanding world market for columbium and its various alloys, and a particularly attractive position for high-grade concentrates which metallurgical testwork to date indicates may be produced from this deposit.

Prior to firm production decisions being made, some additional work will be required, in the form of more detailed assessment of the characteristics of the overburden and larger-scale pilot plant testing of the flow sheet. This work will involve a test shaft through the overburden and some drifting in the deposit to obtain large bulk samples. Results of this program would also provide firm criteria for plant design and engineering.

The feasibility study currently in progress is some two months behind schedule.

Yours very truly,

Argor Explorations Limited,  
Project Managers.

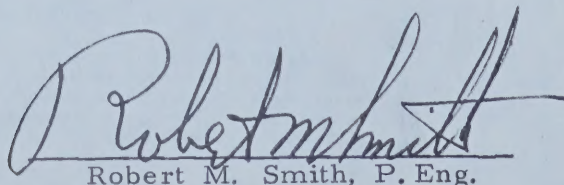
Per: 

RMS:mk

I, ROBERT M. SMITH ,  
residing at 1267 Cleaver Drive, Oakville, County of Halton, Province  
of Ontario, do certify:

1. I am a Graduate Mining Engineer associated with Argor Explorations Limited.
2. I graduated from the University of Toronto in 1956 with a B. A. Sc. degree in Mining Engineering and have been practising my profession continuously since that date.
3. I am and have been a Member of the Association of Professional Engineers of Ontario since 1957.
4. I have no interest nor do I expect to receive any interest in the securities or properties of Goldray Mines Limited.
5. My report on the current development status of the columbium project in which Goldray Mines Limited holds a seven and one-half per cent (7-1/2%) interest and which was submitted on behalf of Argor Explorations Limited, Project Managers, is based on my personal knowledge of the area, the drill results and the metallurgical test work completed to date.

Dated at Toronto, Ontario  
this 2nd day of August, 1967

  
Robert M. Smith, P. Eng.



15. Names, addresses and shareholdings of five largest registered shareholders and if shareholdings are pooled or escrowed, so stating. If shares are registered in names of nominees or in street names, give names of beneficial owners, if possible, and if names are not those of beneficial owners, so state.	According to share registrar and transfer agent of the Company:																																										
	G.W. Nicholson & Co. Limited	67 Richmond Street W., Toronto, Ontario	544,850																																								
	Murray Axmith,	4 Alderton Court, Toronto 18, Ontario	437,251																																								
	S.J. Brooks & Co.	185 Bay Street, Toronto, Ontario	105,766																																								
	Mrs. Mary Ann Cullingham,	245 Glencairn Ave. W., Toronto, Ontario.	60,000																																								
	John M. Axmith	80, The East Mall, Islington, Ontario.	46,000																																								
	The shares registered in the names of the above brokers are not beneficially owned and the Company does not know the beneficial owners thereof except that Murray Axmith owns beneficially 49,365 shares in addition to those shown above. The other shares shown on the above list are beneficially owned by the registered holders thereof.																																										
16. Names, and addresses of persons whose shareholdings are large enough to materially affect control of the company.	It is believed that after the transaction referred to in Item 6 the present management together with Denison Mines Limited of Toronto, may be in a position to elect or cause to be elected a majority of directors of the Company through solicitation of proxies.																																										
17. If assets include investments in the shares or other securities of other companies, give an itemized statement thereof showing cost or book value and present market value.	At June 30, 1967:																																										
	<table><tr><td><u>LISTED SHARES</u></td><td><u>SHARES</u></td><td><u>COST</u></td><td><u>MARKET VALUE</u></td></tr><tr><td>Martin McNealey Mines Ltd.</td><td>90,000</td><td>\$ 35,100.00</td><td>\$ 21,600.00</td></tr><tr><td>Canadian Pacific Railway</td><td>500</td><td>18,111.00</td><td>35,250.00</td></tr><tr><td>Steel Company of Canada</td><td>700</td><td>9,849.00</td><td>16,575.00</td></tr><tr><td>Noranda Mines Limited</td><td>300</td><td>15,673.11</td><td>16,200.00</td></tr><tr><td>Bell Telephone Company of Canada</td><td>200</td><td>9,318.00</td><td>9,750.00</td></tr><tr><td>Abitibi Paper Co. Limited</td><td>100</td><td>1,225.00</td><td>962.25</td></tr><tr><td>Canadian Breweries Limited</td><td>700</td><td>5,307.50</td><td>5,075.00</td></tr><tr><td>Traders Finance Corporation Limited</td><td>800</td><td>11,262.00</td><td>6,400.00</td></tr><tr><td></td><td></td><td>\$105,845.61</td><td>\$111,812.25</td></tr></table>			<u>LISTED SHARES</u>	<u>SHARES</u>	<u>COST</u>	<u>MARKET VALUE</u>	Martin McNealey Mines Ltd.	90,000	\$ 35,100.00	\$ 21,600.00	Canadian Pacific Railway	500	18,111.00	35,250.00	Steel Company of Canada	700	9,849.00	16,575.00	Noranda Mines Limited	300	15,673.11	16,200.00	Bell Telephone Company of Canada	200	9,318.00	9,750.00	Abitibi Paper Co. Limited	100	1,225.00	962.25	Canadian Breweries Limited	700	5,307.50	5,075.00	Traders Finance Corporation Limited	800	11,262.00	6,400.00			\$105,845.61	\$111,812.25
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18. Brief statement of any lawsuits pending or in process against company or its properties.	None																																										
19. The dates of and parties to and the general nature of every material contract entered into by the company which is still in effect and is not disclosed in the foregoing.	None except as aforesaid.																																										
20. Statement of any other material facts and if none, so state. Also state whether any shares of the company are in the course of primary distribution to the public.	There are no other material facts. There are no shares presently in course of primary distribution to the public to the knowledge of the Company. Denison Mines Limited has informed the Company that it owns no shares of the Company at the date of this Filing Statement.																																										

**CERTIFICATE OF THE COMPANY**

DATED July 26, 1967.

The foregoing, together with the financial information and other reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above and in respect of the company's affairs and there is no further material information applicable. (To be signed by two principal signing officers who are directors and the corporate seal to be affixed.)

"M. Axmith"

per: [Signature] CORPORATE SEAL

"B.E. Willoughby"

per: [Signature] Director.

**CERTIFICATE OF UNDERWRITER OR OPTIONEE**

To the best of my knowledge, information and belief, the foregoing, together with the financial information and the reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above in respect of the company's affairs. Concerning matters which are not within my knowledge, I have relied upon the accuracy and adequacy of the information supplied to me by the company. (To be signed by underwriter or optionee registered with the Ontario Securities Commission or a corresponding body.)